MARVEL

#15

SPENCER
PINA
GUINALDO
ROSENBERG

Steve★Rogers CAPTAIN AMERICA

Super-Soldier. Avenger. Agent of Hydra. He is...

Steve Rogers CAPTAIN AMERICA

Steve Rogers' reality has been secretly rewritten by Kobik, a sentient Cosmic Cube acting under the influence of the Red Skull. In Steve's new history, a Hydra agent named Elisa Sinclair enrolled Steve in a school where he was trained to believe in Hydra's ideals--and befriended a young Helmut Zemo. Later, Steve would return to the U.S. to become the first Super-Soldier and Hydra's ultimate spy, but he remained close friends with Helmut--until the Red Skull betrayed Hydra and caused the death of Helmut's father.

In the present, the Avengers Unity Squad*--formerly under the command of Steve Rogers--has struck a decisive blow against the Red Skull, excising the mental powers he'd stolen from Charles Xavier and leaving him weakened. The Skull believes Steve Rogers is still under his command, but Steve has his own agenda, and the Red Skull is standing in his way...

*WARNING! READ THIS ISSUE AFTER UNCANNY AVENGERS #ZZ, ON SALE NOW!

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I HAVE WAITED SO LONG FOR THIS, SKULL.

TO WATCH YOUR OWN PLAN BECOME YOUR ***UNDOING***.

YOU BELIEVED YOU HAD MADE ME YOUR ***PERFECT SOLDIER***.

THAT THROUGH THE POWER OF THE COSMIC CUBE, YOU HAD CHANGED WHO I AM.

BUT IN REALITY, YOU ONLY REVEALED MY ***TRUE*** SELF...

...THOUGH THE KNOWLEDGE OF THAT ALONE WAS NOT ENOUGH TO DEFEAT YOU.

YOU POSSESSED THE BRAIN OF CHARLES XAVIER, MAKING YOU THE WORLD'S MOST POWERFUL TELEPATH--

--WHICH MEANT I COULD NEVER GET CLOSE ENOUGH TO ACT AGAINST YOU--FOR FEAR THAT MY OWN THOUGHTS WOULD BETRAY ME--

--SO I FOUND OTHERS TO DO IT FOR ME.

A TEAM OF AVENGERS, X-MEN AND INHUMANS WHO COULD BE LED TO BELIEVE THAT THEY THEMSELVES HAD THE IDEA TO BRING YOU DOWN--

--EVEN AS I PULLED THEIR STRINGS THE ENTIRE TIME.

IN THE END, THEY SUCCEEDED IN TAKING XAVIER'S BRAIN BACK, LEAVING YOU POWERLESS--

--AND AT MY MERCY.

BUT S.H.I.E.L.D. CUSTODY WAS STILL TOO DANGEROUS A PLACE TO KEEP YOU, SO I LET YOU ESCAPE--

--RESCUED BY YOUR DAUGHTER, SIN.

SHE BROUGHT YOU BACK TO YOUR ESTATE, WHERE IT ALL BEGAN--

--AND WHERE YOU WILL FINALLY ANSWER FOR EVERYTHING YOU'VE DONE.

WELCOME HOME, JOHANN--

--FOR THE LAST TIME.

EASY, FATHER--YOU'RE STILL WEAK FROM THE SURGERY--

YES, SIN... HELP ME TO MY CHAMBERS-- I NEED TO REST--

--I MUST BE READY FOR WHEN OUR GUEST ARRIVES.

OH, FATHER, THERE'S NO TIME FOR THAT, I'M AFRAID.

HE'S ALREADY HERE.

SUPREME LEADER...I CAME AS QUICKLY AS I COULD. IT'S GOOD TO SEE YOU IN THE FLESH AGAIN...

...IT'S BEEN SO LONG.

1945.
GERMANY.

AH, AT LONG LAST--
CAPTAIN AMERICA

AND LOOK AT YOU, YOU'RE *SOAKING.*

I APOLOGIZE FOR THE WEATHER, BUT EVEN STILL--

--IT IS MY PLEASURE TO WELCOME YOU TO BERLIN, *HERR* ROGERS.

THE RED SKULL.

YES, AT LAST WE MEET. I APOLOGIZE FOR MISSING YOU IN HAMBURG--AND STUTTGART. IN LEIPZIG WE WERE...EVER SO CLOSE.

BUT NOW HERE WE ARE--

--AND I IMAGINE THERE IS A GREAT DEAL YOU WOULD LIKE TO DISCUSS.

ACTUALLY, TALKING WASN'T REALLY WHAT I HAD IN MIND.

NO, OF COURSE NOT--

--SO, LUCKILY, I AM PREPARED TO GIVE YOU WHAT YOU WANT.

NOW.

DIRECTOR ROGERS--HAILING, ALL FREQUENCIES--DIRECTOR ROGERS, PLEASE REPORT IN--

STILL NO RESPONSE, MA'AM.

COME ON, STEVE--WHERE ARE YOU?

COMMANDER--

--SHOULD WE KEEP WAITING?

-SIGH- NO. HE WOULD WANT US TO GO AHEAD. PROCEED.

YES, MA'AM--

"AT 0400 HOURS, THE CAPITAL CITY OF SOKOVIA WAS OVERRUN, AND THE GOVERNMENT AND REBEL FORCES BOTH ISSUED FORMAL SURRENDERS TO HYDRA.

"WE'RE TRYING TO VERIFY THE STATUS OF *GENERAL NOVOTY*--

"--BUT OUR BEST INTEL SAYS HE DID NOT SURVIVE THE ATTACK."

OBVIOUSLY, HYDRA TAKING OVER A COUNTRY IN EASTERN EUROPE IS A CATASTROPHICALLY DESTABILIZING EVENT FOR THE REGION AND THE WORLD--

--BUT THEN WE RECEIVED THIS MESSAGE ON A SECURE CHANNEL--

GREETINGS, MEN AND WOMEN OF S.H.I.E.L.D....

...I COME TO YOU TODAY AS THE NEWLY APPOINTED **SOVEREIGN LEADER** OF THE REPUBLIC OF SOKOVIA. NO NEED TO CONGRATULATE ME.

IN FACT, THERE'S LITTLE TIME FOR PLEASANTRIES OF ANY KIND. WE HAVE **SO** MUCH WORK TO DO.

YOU SEE, NOW THAT WE CONTROL THIS NATION, WE ARE OWED RECOGNITION AND OUR RIGHTFUL SEAT AT THE TABLE. AS A GLOBAL PEACEKEEPING ORGANIZATION, YOU HAVE A **RESPONSIBILITY** TO ENGAGE US AS **PARTNERS**.

NOW, I UNDERSTAND YOU MAY HAVE SOME **HESITATION** ON THIS POINT. S.H.I.E.L.D. AND HYDRA DO NOT OFTEN SEE EYE TO EYE, BUT WE WILL HAVE TO MAKE THE BEST OF IT. AFTER ALL--

--WE ARE A **NUCLEAR POWER** THESE DAYS.

WE POSSESS **SEVEN ARMED AND OPERATIONAL WARHEADS.** EACH NOW AIMED AT A DIFFERENT--AND POPULOUS--EUROPEAN CITY. IT IS A HEAVY BURDEN, NO DOUBT, BUT ONE WE WIELD CAREFULLY.

WE WOULD NEVER CONSIDER ACTUALLY **LAUNCHING** SUCH TERRIBLE WEAPONS--UNLESS WE FOUND OURSELVES ISOLATED FROM THE INTERNATIONAL COMMUNITY. OR UNLESS THE SANCTIONS AGAINST US WERE NOT LIFTED IMMEDIATELY. REST ASSURED--

--WE ONLY WANT **PEACE** IN OUR TIME, DEAR FRIENDS. WE LOOK FORWARD TO YOUR IMMEDIATE STATEMENT OF RECOGNITION...

YOU HAVE **TWENTY-FOUR HOURS.**

THE MESSAGE IS PRE-RECORDED--

OBVIOUSLY. WE **HAVE** THE RED SKULL IN CUSTODY, THANKS TO THE AVENGERS. SO I HOPE HE ENJOYS HIS REIGN FROM **PRISON**.

ACTUALLY, COMMANDER--

--WE **DON'T.**

I'VE JUST RECEIVED WORD--THE RED SKULL HAS ESCAPED.

GET ME THE WORLD SECURITY COUNCIL.

1945.

IT'S BEEN SO DIFFICULT TO FIND GOOD BOTTLES DURING THIS CURSED WAR, YOU KNOW.

I'VE BEEN SAVING THIS ONE FOR A SPECIAL OCCASION--

I'M AFRAID YOU WON'T GET THE CHANCE TO ENJOY IT, SKULL--

-SNIFF- AH, YES, THAT IS LOVELY...

HEY-- HEY, YOU! GUARD!

THAT VOICE--

GUARD! I NEED TO RELIEVE MYSELF! I'M TIRED OF WAITING!

AT LEAST GIVE ME A BUCKET, LIKE YOUR INBRED AMERICAN FAMILY WOULD USE--

...HELMUT?

YES--YOUNG HELMUT ZEMO, YOUR DEAREST FRIEND.

WELL, PERHAPS NOT AS MUCH ***THESE*** DAYS. I HEAR HE WON'T EVEN SPEAK TO YOU--AFTER YOU LET HIS BELOVED FATHER ***DIE.***

WHAT ***IS*** THIS?

WHY, IT'S HIS CELL, OF COURSE. HE'S IN ALLIED CUSTODY, BUT--AS YOU KNOW, HYDRA HAS ITS TENTACLES ***EVERYWHERE.***

YOU'RE NOT ***HYDRA***--YOU'RE NOT EVEN WORTHY OF SPEAKING ITS NAME--

NO? LOOK AROUND YOU.

ALREADY, **FENHOFF** AND **ZOLA** HAVE PLEDGED THEIR **LOYALTY** TO ME. **HEINRICH ZEMO** IS **DEAD**, AND THE **KRAKEN** IS IN HIDING.

I HAVE YOUR **SUPER-SOLDIERS**, AND THE MEANS TO MAKE MORE. SO IF I AM **NOT** HYDRA, TELL ME--

--WHO IS? YOUR ORGANIZATION IS BUILT ON ORDER THROUGH **STRENGTH**. THE BELIEF THAT THE MOST POWERFUL ARE ENTITLED TO REIGN.

NOW I HAVE TURNED YOU AGAINST ONE ANOTHER AND DECIMATED YOUR RANKS. AM I NOT THE MOST POWERFUL?

NOT YET--

CAREFUL NOW, *HERR* ROGERS, LEST YOUR DEAR, GRIEVING HELMUT MEET THE SAME FATE AS HIS IDIOT FATHER.

IT WOULD BE A SHAME TO COMPOUND ALL THAT SUFFERING WITH A MORE...***IMMEDIATE*** SORT OF PAIN.

OR YOU CAN PLEDGE YOUR LOYALTY TO **ME**, AND IN RETURN, I WILL SPARE HIM, **AND** THAT **WITCH** THAT PULLED YOU OUT OF THE SLUMS.

EVERY DAY, YOU WILL EARN THAT MERCY. TOGETHER, WE WILL CRUSH THE ALLIES AND RAISE THE HYDRA FLAG HIGH. BUT FIRST, *HERR* ROGERS--

--YOU MUST ***KNEEL***.

NOW.

HAIL HYDRA.

GET UP, YOU FOOL. I'LL ENJOY YOUR GROVELING ANOTHER TIME--

RIGHT NOW, WE MUST STRATEGIZE. WE MUST ADJUST. BECAUSE MY PLAN--MY GRAND, GLORIOUS PLAN-- HAS BEEN TORN ASUNDER...

...FOR I HAVE LOST THE POWER OF CHARLES XAVIER. OR, MORE ACCURATELY, IT HAS BEEN ***TAKEN*** FROM ME.

THE UNITY SQUAD WAS ***YOUR*** TEAM.

HOW COULD YOU LET THIS HAPPEN?!

-KAFF-
-KAFF-
-KAFF-

EASY, FATHER--YOU MUST REST. THE SURGERY HAS *WEAKENED* YOU--

I'LL GET YOU SOME WATER.

YOU SEE WHAT YOU HAVE DONE?

YOU WILL EXPLAIN YOURSELF AT ONCE, CAPTAIN...

I'LL CERTAINLY *TRY,* SUPREME LEADER. IT CAN BE... *DIFFICULT.*

IF I HAVE FAILED YOU, IT'S BECAUSE OF WHO I *AM*-- AND WHAT I *BELIEVE*--THINGS THAT GO BACK A VERY LONG WAY. I HAVE TRIED TO SERVE WITH COMPLETE DEDICATION--

YES, YES, YOU SERVE *ME*--

NO, YOU MISUNDERSTAND--

--I SERVE *HYDRA.*

HM? THEY ARE -KAFF- ONE AND THE SAME, YOU FOOL! I *AM* HYDRA!

ARE YOU?

OR IS IT JUST SOMETHING YOU *STOLE?*

THE HYDRA I REMEMBER WAS A PROUD, ANCIENT ORDER, ONE THAT VALUED **STRENGTH** ABOVE ALL ELSE. IT DEMANDED **SACRIFICE**.

...ROGERS?

WHAT HAVE **YOU** EVER SACRIFICED, SCHMIDT? WHEN HAVE YOU DONE ANYTHING FOR THE GLORY OF ANYTHING OTHER THAN **YOURSELF?**

GET--GET BACK, IDIOT-- I **COMMAND** IT!

I THINK I'VE LISTENED TO YOUR COMMANDS LONG ENOUGH, ACTUALLY.

SIN! CROSSBONES!

NO ONE IS GOING TO HELP YOU, SKULL-- IT'S JUST **US** NOW.

YOU DON'T REMEMBER IT, BUT A LONG TIME AGO YOU COST ME SOMETHING VERY DEAR TO MY HEART. THE THING I HAD DEDICATED MY LIFE TO. MY **PURPOSE.**

YOU TOOK IT, AND YOU TWISTED IT AND POISONED IT TO SUIT YOUR OWN SICK AIMS.

WHAT YOU DID BACK THEN PUT ME ON A DIFFERENT PATH. BUT MAYBE I SHOULD THANK YOU FOR THAT.

YOU SEE, ALL THAT SUFFERING AND SACRIFICE, IT MADE ME **STRONGER**. YOU MAY NOT UNDERSTAND THAT--

--SO LET ME SHOW YOU HOW MUCH STRONGER.

N-NO. NO--!

THIS IS EXACTLY WHAT WE WARNED ABOUT, COMMANDER CARTER--

GETTING DRAGGED INTO SOME SOKOVIAN CIVIL WAR, FIGHTING AN INSURGENCY--

I UNDERSTAND YOUR CONCERNS, COUNCILMEMBERS--

--BUT WHAT'S DONE IS DONE. NOW WE'RE LOOKING AT OUR WORST-CASE SCENARIO--HYDRA IN CONTROL OF A EUROPEAN STATE, ONE WITH **NUCLEAR CAPABILITY.** THE THREAT HAS BEEN MADE--

HAS IT? I WATCHED THE MESSAGE, I FOUND THE LANGUAGE UNCLEAR.

AS DID I. AND BESIDES, WE TOLERATED NOVOTY FOR **YEARS**. PERHAPS WE CAN SIMPLY CARRY ON--

NO--

--DO YOU **HEAR** YOURSELVES? THIS IS **HYDRA**--THE **RED SKULL'S** HYDRA. ANY BELIEF THAT WE CAN TOLERATE HIM HAVING A FOOTHOLD IN EUROPE IS A DELUSION. IF YOU SEEK TO **APPEASE** HIM, HE WILL ONLY GROW STRONGER.

I DON'T DISAGREE, COMMANDER. BUT PERHAPS IF **DIRECTOR ROGERS** WERE HERE--

I TOLD YOU--THE DIRECTOR IS ON A SECRET MISSION RIGHT NOW. EVEN **I'M** NOT PRIVY TO HIS WHEREABOUTS--

BUT I **AM** IN CHARGE WHILE HE'S AWAY. AND I SAY WE--

I'M SIMPLY NOT COMFORTABLE MAKING ANY DECISIONS ON THIS WITHOUT THE DIRECTOR'S INPUT.

NOR AM I. AND I'LL ADMIT, I SEE NO HARM IN SIMPLY ISSUING THE STATEMENT THE SKULL WANTS IF IT BUYS US TIME UNTIL ROGERS IS BACK. KEEP US UPDATED, COMMANDER--

--BUT FOR NOW, WE WAIT.

-SIGH- IDIOTS. HAPPY TO BEND OVER BACKWARDS FOR ANY LUNATIC, SO LONG AS HE HAS A WHIFF OF **POWER** ON HIM.

MA'AM--

--SHALL I TELL OUR FORCES TO STAND DOWN?

NO.

...COMMANDER?

I SAID NO.

THIS IS WHAT THE SKULL WILL EXPECT. ACQUIESCENCE. **WEAKNESS**. AND THAT WILL GIVE US AN ELEMENT OF SURPRISE.

SO WE WILL **NOT** BE STANDING DOWN. WE WILL **NOT** LOOK AWAY WHILE HYDRA PLANTS ITS FLAG IN OUR BACKYARD. THE **HELL** WITH THAT--

"--ENGAGE HELICARRIER CRESCENT."

Y-YOU IDIOT--YOU THINK YOU CAN *REPLACE* ME?!

I *MADE* YOU!

EVERY MEMORY YOU HAVE--EVERY BELIEF YOU *THINK* YOU HOLD--I IMAGINED IT UP!

IT WAS ALL A *FANTASY!* ALL A *DREAM!* DO YOU HEAR ME, ROGERS?!

I HEAR YOU. BUT THAT'S JUST WHAT YOU DIDN'T UNDERSTAND...

I'M LOYAL TO *NOTHING*, SKULL--

--EXCEPT THE *DREAM.*

HAIL HYDRA.

WAS IT QUICK?

IT WAS.

PITY.

I STILL DON'T GET IT, THOUGH, ROGERS-- THE SKULL WAS RIGHT-- HIS PLAN DON'T WORK WITHOUT XAVIER'S BRAIN--

IT'S NOT ***HIS*** PLAN, CROSSBONES. IT NEVER WAS. IT'S ***MINE***--

--AND WE'LL HAVE ALL THE HELP WE NEED.

1945.

I'M SO SORRY, STEVEN--

--I WANTED TO TELL YOU.

ELISA... YOU KNEW.

I KNEW YOU WOULDN'T DEFEAT HIM. I KNEW IT WAS NOT YET YOUR TIME. OR OURS.

HYDRA IS ***BROKEN.*** WE SOUGHT TO USE THE REICH TO FURTHER OUR OWN GOALS, AND INSTEAD WE HAVE BEEN ***SUBSUMED*** BY IT. IT'S A FITTING END--

--I DO HAVE SOME EXPERIENCE MAKING DEALS WITH THE DEVIL, AFTER ALL.

SO THAT'S IT, THEN--WE'VE ***LOST***. AND ALL OF THIS--EVERYTHING I GAVE UP, EVERYTHING I TRIED TO DO--IT WAS ALL FOR NOTHING?

MY DEAR BOY--I'M SO SORRY--

"SORRY"?

I GAVE MY LIFE TO THIS!

YOU KNOW WHAT? IT DOESN'T MATTER. I'M LEAVING--LEAVING THIS ENTIRE GOD-FORSAKEN WAR BEHIND ME--

STEVEN, NO--YOU CAN'T JUST *LEAVE*--

THE HELL I CAN'T!

STEVEN, WAIT--YOU DON'T UNDERSTAND! WE NEED YOU--NOW MORE THAN EVER!

THE ALLIES--THEY'RE BUILDING SOMETHING--A SUPER-WEAPON!

WHAT *KIND* OF SUPER-WEAPON?

SOMETHING MORE TERRIBLE THAN YOU CAN POSSIBLY IMAGINE.

THEY PLAN TO USE IT SOON--AND ONCE THEY DO, THE WORLD WILL NEVER BE THE SAME.

"THEY CALL IT THE COSMIC CUBE."

NEXT

ZEMO'S "RETURN OF THE MASTERS" CONTINUES IN

THUNDERBOLTS #10

THUNDERBOLTS #11

THE STORY EXPANDS IN

UNCANNY AVENGERS #22

AMAZING SPIDER-MAN #25

ZONE